

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM341332

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Atlantic Pacific Equipment, Inc.		05/13/2015	CORPORATION: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	JPMorgan Chase Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	3475 Piedmont Road, N.E.		
<b>Internal Address:</b>	18th Floor, Attn: Nora Bryant; Josh Carpenter		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30305		
<b>Entity Type:</b>	National Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86489256	AT-PAC	
<b>Serial Number:</b>	86489240	AT-PAC	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4045818330		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	404-581-8275		
<b>Email:</b>	srbrown@jonesday.com		
<b>Correspondent Name:</b>	Sidney R. Brown, Jones Day		
<b>Address Line 1:</b>	1420 Peachtree Street, NE		
<b>Address Line 2:</b>	Suite 800		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30308		
<b>ATTORNEY DOCKET NUMBER:</b>	080461-665009		
<b>NAME OF SUBMITTER:</b>	Sidney R. Brown		
<b>SIGNATURE:</b>	/Sidney R. Brown/		
<b>DATE SIGNED:</b>	05/14/2015		
<b>Total Attachments: 4</b>			
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## NOTICE OF GRANT OF SECURITY INTEREST IN U.S. TRADEMARKS

To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Security Agreement dated as of May 13, 2015 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") by and among the Atlantic Pacific Equipment, Inc. and its subsidiaries party thereto, as "Borrowers", the financial institutions party thereto as "Lenders", JPMorgan Chase Bank, National Association, as administrative agent (the "Administrative Agent"), and the other Agents, the undersigned has granted to the Administrative Agent, for the benefit of the Lenders, a continuing security interest in and to, and lien upon, all right, title, and interest in the trademarks and trademark applications set forth on Schedule 1 hereto:

The undersigned and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks may only be terminated in accordance with the terms of the Security Agreement.

[Signatures on following page.]

Very truly yours,

ATLANTIC PACIFIC EQUIPMENT, INC.

By 

Name: Jeff Pruett

Title: Chief Financial Officer

[NOTICE OF GRANT OF SECURITY INTEREST (TRADEMARKS)]

TRADEMARK

REEL: 005516 FRAME: 0769

Acknowledged and Accepted:

**JPMORGAN CHASE BANK, N.A.**, as  
Administrative Agent

By 

Name: Joshua D. Carpenter

Title: Authorized Officer

[NOTICE OF GRANT OF SECURITY INTEREST (TRADEMARKS)]

**TRADEMARK**  
**REEL: 005516 FRAME: 0770**

**Schedule 1**

**U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS**

<b>Mark</b>	<b>Status</b>	<b>Application/ Registration No.</b>	<b>Owner Name</b>
AT-PAC & Design	Pending	86489256	Atlantic Pacific Equipment, Inc.
AT-PAC	Pending	86489240	Atlantic Pacific Equipment, Inc.